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**中国通信服务**  
**CHINA COMSERVICE**

**中國通信服務股份有限公司**

**CHINA COMMUNICATIONS SERVICES CORPORATION LIMITED**

*(A joint stock limited company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 552)**

### **NOTICE OF THE EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting of China Communications Services Corporation Limited (the “**Company**”) will be held at 10:00 a.m. on 27 November 2012 at No. 19, Chaoyangmen Beidajie, Dongcheng District, Beijing, the PRC, to consider and, if thought fit, pass the following businesses:

#### **ORDINARY RESOLUTIONS**

1. **THAT** the proposed revised annual caps for the Operation Support Services Framework Agreement and the service charges receivable by the Company from China Telecom Group under the Supplies Procurement Services Framework Agreement for the year ending 31 December 2012 as described in the circular of the Company dated 27 September 2012 (the “**Circular**”) be and are hereby approved, ratified and confirmed.
2. **THAT** the 2012 Supplemental Agreement (in respect of, among others, the renewal of terms of the non-exempt continuing connected transactions to 31 December 2015) with China Telecom as described in the Circular be and are hereby approved, ratified and confirmed and that any director of the Company be and is hereby authorized to do all such further acts and things and execute such further documents and take all such steps which in their opinion may be necessary, desirable or expedient to implement and/or give effect to the terms of such agreement.
3. **THAT** the proposed new annual caps for the non-exempt continuing connected transactions for the three years ending 31 December 2015 as described in the Circular be and are hereby approved, ratified and confirmed.

4. **THAT** Mr. Li Zhengmao's appointment as a non-executive director of the Company be considered and approved, with his term of office effective from the date when this resolution is passed until the annual general meeting of the Company for the year 2014 to be held in 2015; and that any one of the directors of the Company be authorized, on behalf of the Company, to enter into a service agreement with Mr. Li Zhengmao.

By Order of the Board  
**China Communications Services Corporation Limited**  
**Li Ping**  
*Chairman*

Beijing, the PRC

27 September 2012

*Notes:*

- (1) Buyers who submit the share transfer application forms to the Company's share registrar before 4:30 p.m. on 26 October 2012 and then register as shareholders on the register of members of the Company are entitled to attend the extraordinary general meeting.
- (2) Each shareholder entitled to attend and vote at the extraordinary general meeting may appoint one or more proxies to attend and vote on his behalf at the extraordinary general meeting. A proxy need not be a shareholder. Each shareholder who wishes to appoint one or more proxies should first review the Circular, which is expected to be despatched to shareholders at around 27 September 2012.

To be valid, the form of proxy together with the power of attorney or other authorization document (if any) signed by the authorized person or notarially certified power of attorney must be delivered to the Office of the Board of the Company for holders of domestic shares or to the Computershare Hong Kong Investor Services Limited for holders of H shares not less than 24 hours before the designated time for holding the extraordinary general meeting. Completion and return of a form of proxy will not preclude a shareholder from attending in person and voting at the extraordinary general meeting if he so wishes.

The address of the share registrar for the Company's H shares is as follows:

Computershare Hong Kong Investor Services Limited  
17M Floor, Hopewell Centre  
183 Queen's Road East  
Wanchai, Hong Kong

- (3) China Telecom and its associates, being connected persons to the Company with material interests in the proposed Revised Annual Caps and the renewal of the Non-Exempt Continuing Connected Transactions, will abstain from voting on the ordinary resolutions to approve the proposed Revised Annual Caps and the renewal of the Non-Exempt Continuing Connected Transactions (together with the proposed New Annual Caps) as described in the Circular and in this notice. Any vote of the Shareholders at the extraordinary general meeting shall be taken by poll.

- (4) The registration procedure for attending the extraordinary general meeting:
- (a) shareholders attending the extraordinary general meeting in person or by proxy shall present their identity certification. If the attending shareholder is a corporation, its legal representative or person authorised by its board or other decision making authority shall present a copy of the relevant resolution of its board or other decision making authority in order to attend the extraordinary general meeting.
  - (b) shareholders intending to attend the extraordinary general meeting shall return the attendance slip via hand delivery, mail or fax to the Office of the Board of the Company on or before 6 November 2012.

- (5) Closure of the register of members:

The register of members of the Company will be closed from 28 October 2012 to 27 November 2012 (both days inclusive).

- (6) The extraordinary general meeting is expected to last for half a day and shareholders (in person or by proxy) attending the extraordinary general meeting shall be responsible for their own transport and accommodation expenses.
- (7) The address of the Office of the Board is as follows:

No. 19, Chaoyangmen Beidajie  
Dongcheng District, Beijing 100010, PRC  
Contact person: Chung Wai Cheung, Terence  
Telephone: (8610) 5850 2290  
Facsimile: (8610) 5850 1534

- (8) As at the date of this notice, our executive directors are Mr. Li Ping (Chairman), Mr. Zheng Qibao (President), Mr. Yuan Jianxing (Executive Vice President) and Ms. Hou Rui (Executive Vice President and Chief Financial Officer), our non-executive director is Mr. Zhang Junan, and our independent non-executive directors are Mr. Wang Jun, Mr. Zhao Chunjun, Mr. Wei Leping and Mr. Siu Wai Keung, Francis.